

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al.,

Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Morgan Stanley Bank International Limited
Name of Transferee

Crédit Industriel et Commercial
Name of Transferor

Name and Address where notices to transferee should be sent:

Morgan Stanley Bank International Limited
Attn: Brian Cripps
20 Bank Street | Canary Wharf | Floor 02
London, E14 4AD
England

Court Claim # (if known): 18796
Amount of Claim: \$202,721,997.31
Date Claim Filed: 9/18/09
Debtor: Lehman Brothers Holdings Inc.

With a copy to:

Richards Kibbe & Orbe LLP
Attn: Managing Clerk
One World Financial Center
New York, NY 10281


Phone: _____
Last Four Digits of Acct #: _____

Phone: _____
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:  **BRIAN CRIPPS**
Authorized Signatory
Transferee/Transferee's Agent

Date: 20-5-2010

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 Y.S.C. §§ 152 & 3571.

EXHIBIT A2

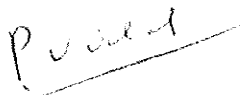
Evidence of Transfer of LBHI Claim

EVIDENCE OF TRANSFER OF CLAIM

For good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, **Crédit Industriel et Commercial** ("Seller") does hereby unconditionally and irrevocably sell, transfer and assign unto **Morgan Stanley Bank International Limited** ("Buyer") all rights, title and interest in and to the claims of Seller referenced as proof of claim number 18796 in the principal amount of \$202,721,997.31 plus all interest, fees and other amounts related thereto (the "Claim") against Lehman Brothers Holdings Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) as in re Lehman Brothers Holdings Inc., Chapter 11 Case No. 08-13555 (Jointly Administered).

Seller hereby waives any objection to the transfer of the Claim assigned herein (the "Transferred Claim") to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Transferred Claim and recognizing the Buyer as the sole owner and holder of the Transferred Claim. Seller further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Transferred Claim, and all payments or distributions of money or property in respect of the Transferred Claim, shall be delivered or made to the Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Transfer of Claim by its duly authorized representative dated the 20th day of May, 2010.

SELLER: Crédit Industriel et Commercial  _____ Name: <u>P. V. D. A. Z.</u> Title: <u>MEMBER OF THE BOARD</u>	BUYER: Morgan Stanley Bank International Limited _____ Name: _____ Title: _____
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EVIDENCE OF TRANSFER OF CLAIM